



CHUO 002-8/18EN

2 August 2018

Re: Notification for the right to subscribe newly-issued ordinary shares

To: Shareholders

Chuo Senko (Thailand) Public Company Limited

- Enclosures
1. Letter to certify the right to subscribe newly-issued shares (provided in separate document)
  2. Details of Rights Offering subscription and subscription manual to subscribe for newly-issued ordinary shares of Chuo Senko (Thailand) Public Company Limited
  3. Subscription Form for newly-issued ordinary shares
  4. Additional documents for subscribers who would like to deposit shares into an issuer account only
  5. Information Memorandum with regard to the Company's capital increase and the allocation of newly-issued ordinary shares
  6. Map to venue for subscription and payment

Reference is made to the fact that the 2018 Annual General Meeting of Shareholders of Chuo Senko (Thailand) Public Company Limited (the "Company"), held on 30 April 2018, approved the increase of the Company's registered capital and the allocation of newly-issued ordinary shares. Details of which are as follows:

1. Approved the increase it registered capital in amount of Baht 776,243,395 from its original registered capital of Baht 337,497,130, to the new registered capital of Baht 1,113,740,525 by issuance of newly-issued ordinary shares in amount of 155,248,679 shares with par value of Baht 5 per share to accommodate the allocation of newly-issued ordinary shares to existing shareholders proportionate to their respective shareholdings (Rights Offering) in the amount of Baht 674,994,260 and to accommodate the issuance and offer for sale of newly-issued ordinary shares under the general mandate basis in total amount of Baht 101,249,135, together in the total of Baht 776,243,395.
2. Approved the allocation of not exceeding 155,248,679 newly-issued ordinary shares at the par value of Baht 5 per share as follows:
  - 1) The allocation of not exceeding 134,998,852 newly-issued ordinary shares at the par value of Baht 5 per share with specifying the purpose of utilizing proceeds to the existing shareholders proportionate to their respective shareholdings (Rights Offering). In this regard, the Company determined the allocation ratio as 1 existing

share to 2 newly-issued ordinary shares (the total numbers of shares for the Rights Offering are 134,998,852 shares) with the offering price at Baht 0.20 per share, which is the offering of shares at the price that is lower than the par value of the share under Section 52 of the Public Limited Companies Act B.E. 2535 (1992).

The Company has proceeded with the offering of the newly issued ordinary shares of the Company in the type of specifying the purpose of utilizing proceeds of 134,998,851 shares above, and there is remaining of 1 share, which the Company will disregard this share in the next shareholders' meeting and not allocate this to share the specific investor (Private Placement).

- 2) The allocation of 20,249,827 newly-issued ordinary shares at the par value of Baht 5 per share, which is 30 percent of the paid-up capital of the Company for the existing shareholders (Rights Offering) under a general mandate basis. The Company may either entirely or partially issue and offer the newly-issued ordinary shares, whether in single or sequential allocation, at the offering price in the range between Baht 0.20 – 0.40, which is the offering price that is lower than the par value of the share of the Company, as the Company has an accumulated loss. In any cases, the aggregate number of newly-issued ordinary shares to be offered to the existing shareholders (Rights Offering) under the general mandate basis shall not be exceeding 20,249,827 shares or 30 percent of the paid-up capital of the Company as at the date the Board of Directors resolves to approve the increase of capital under the general mandate basis.

In this regard, the Board of Directors' Meeting No. 8/2018, held on 11 July 2018 has considered and approved the allocation of the newly issued ordinary shares of 20,249,827 shares, at the par value of Baht 5 per share with specifying the purpose of utilizing proceeds to the existing shareholders proportionate to their respective shareholdings (Rights Offering) under the General Mandate basis at the price of THB 0.40 per share, the Company scheduled date for determination of shareholders entitled to subscribe for the newly-issued ordinary shares proportionate to their respective shareholdings (Record Date) to be on 1 August 2018. Moreover, the Company scheduled the subscription date and payment date of newly-issued ordinary shares which will be allocated to the existing shareholders proportionate to their respective shareholdings (Rights Offering) to be on 20 – 24 August 2018 (5 business days in total) during 10.00 a.m. – 4.00 p.m.

The Company, therefore, hereby clarified the details of the right to subscribe the newly-issued shares and the details of shares to be entitled for subscribing are set out in the letter to certify the right to subscribe newly-issued shares (Enclosure 1).

Please be informed accordingly.



**CHUO SENKO**  
(THAILAND) PUBLIC COMPANY LIMITED

Yours Sincerely,

(Mr. Tan Vutithum)

Chief Executive Officer

Chuo Senko (Thailand) Public Company Limited

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Enclosure 2

Details of Rights Offering subscription and subscription manual to subscribe for  
newly-issued ordinary shares of Chuo Senko (Thailand) Public Company Limited

-Translation-

## Details of Rights Offering subscription of Chuo Senko (Thailand) Public Company Limited

Issuer and address of Issuer	:	Chuo Senko (Thailand) Public Company Limited (“the Company”) 33/4 Floor 36 Building A, The Ninth Towers Grand Rama 9, Rama 9 Road, Huaykwang Sub-district, Huaykwang District, Bangkok
Offering shares	:	Newly-issued ordinary shares of the Company
Offering amount	:	The amount not exceeding 20,049,334 shares will be offered to the Company's existing shareholders proportionate to their respective shareholdings (“Rights Offering”), which accounted for no more than 9.90 % of total paid-up capital shares of the Company after this Rights Offering.
Offering ratio	:	The offering ratio is 10.1 existing share to 1 newly-issued ordinary shares of the Company in which the share fraction shall be disregarded. The Company scheduled the date for determination of shareholders entitled to subscribe for the newly-issued ordinary shares proportionate to their respective shareholdings (Record Date) to be on 1 August 2018.
Par value	:	THB 5.00
Offering price	:	THB 0.40
Subscription period	:	During 10.00 – 16.00 hours of 20 – 24 August 2018 (5 business days in total)
Subscription Location	:	Chuo Senko (Thailand) Public Company Limited 33/4 Floor 36 Building A, The Ninth Towers Grand Rama 9, Rama 9 Road, Huaykwang Sub-district, Huaykwang District, Bangkok
Other details	:	Allocation method and relevant terms and conditions  1. In the case that shareholders subscribe for the newly issued ordinary shares according to their entitlement or less than their entitlement, such shareholders shall receive the newly issued ordinary shares in the total amount that they subscribed for.  2. In the case that shareholders subscribe for the newly issued ordinary shares in excess of their entitlement (Oversubscription), such shareholders shall express the intention to subscribe for the newly issued ordinary shares in excess of their entitlement in the subscription form for the shares subscribed

	<p>at the same time as the subscription for the newly issued ordinary shares according to their entitlement and pay the subscription price in full.</p> <p>3. In the case that there are remaining newly issued ordinary shares from the calculation and/or the subscription by existing shareholders, the Board of Directors and/or any person(s) entrusted by the Board of Directors shall have the power and discretion to allocate such remaining newly issued ordinary shares to existing shareholders of the Company who express their intention to subscribe for shares in excess of their entitlement proportionately to their shareholding at the same offering price. Criteria for subscription of the newly issued ordinary shares in excess of the entitlement are as follows:</p> <p>3.1 In the case where the remaining newly issued ordinary shares exceed the number of shares subscribed for in excess of the entitlement</p> <p>The Company will allocate such remaining newly issued ordinary shares to all existing shareholders of the Company who express their intention to subscribe for shares in excess of their entitlement and pay the subscription price for such newly issued ordinary shares pursuant to the number of shares subscribed for in excess of their entitlement. (In the case that there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be discarded.)</p> <p>3.2 In the case where the remaining newly issued ordinary shares are fewer than the number of shares subscribed for in excess of the entitlement</p> <p>(a) Each existing shareholder who subscribes for shares in excess of his/her entitlement shall be allocated with shares proportionately to existing shareholding of such shareholder who subscribes for shares in excess of his/her entitlement. (In the case there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be</p>
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		<p>discarded.) The number of shares to be allocated to shareholders who subscribe for shares in excess of their entitlement shall not exceed the number of the newly issued ordinary shares that each existing shareholder has subscribed and subscription price has been paid for.</p> <p>(b) In the case that there are the newly issued ordinary shares remaining after the allocation under (a), the Company will allocate such remaining shares to each existing shareholder who subscribes for shares in excess of his/her entitlement and has not been fully allocated with shares, proportionately to existing shareholding of each existing shareholder who subscribes for shares in excess of his/her entitlement (In the case that there are fractions of the newly issued ordinary shares derived from calculations, such fractions of shares shall be discarded). The number of shares to be allocated to shareholders who subscribe for shares in excess of their entitlement shall not exceed the number of the newly issued ordinary shares that each existing shareholder has subscribed and subscription price has been paid for.</p>
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**Subscription manual to subscribe for newly-issued ordinary shares of  
the Company for Rights Offering subscription**

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**1. Subscription period and payment date for the newly-issued ordinary shares**

During 10.00 – 16.00 hours of 20 -24 August 2018 (5 business days in total)

**2. Subscription Location**

The subscriber or attorney shall submit the required documents and payment for the subscription of newly-issued ordinary shares at the Company. The Company reserves the right to change the subscription method as appropriate, during the period of 20 -24 August 2018 (5 business days in total) from 10.00 – 16.00 hours at the following location:

33/4 Floor 36 Building A, The Ninth Towers Grand Rama 9, Rama 9 Road, Huaykwang Sub-district, Huaykwang District, Bangkok.

Subscription of newly-issued ordinary shares of the Company through postal mail or at any branch of commercial banks is refrained.

**3. Subscription and payment procedures of newly-issued ordinary shares**

- If the subscription is made on 20 -23 August 2018 during 10.00 – 16.00 hours, the subscriber can make payment of the subscription amount by
  - (1) Cheque/cashier's cheque/draft dated no later than 23 August 2018 and must be able to be collected by the Clearing House located in Bangkok within the next business day or
  - (2) the transfer of money.
- If the subscription is made on 24 August 2018 during 10.00 – 16.00 hours, the subscriber can make payment of the subscription amount by transfer of money only.

The subscriber who makes payment by (a) Cheque/cashier's cheque/draft must exclusively specify that the payment shall be made to "Chuo Senko (Thailand) Public Company Limited for Share Subscription". On the back of the cheque/cashier's cheque/draft, the subscriber is requested to write the name and surname of the subscriber along with his/her address and contact number or (b) transfer of money to "Chuo Senko (Thailand) Public Company Limited for Share Subscription" with following details.

The details of bank account for subscription payment

Account name	"Chuo Senko (Thailand) Public Company Limited for Share Subscription"
Bank name	Bangkok Bank Public Company Limited
Branch	The Nine Towers



Account type	Current
Account no.	002-3-701410

- The subscriber must not make payment before the subscription date.
- The subscriber makes payment at bank must submit bill payment/pay-in slip with the name and surname of the subscriber along with contact number and subscription documents to the Company as stated in Clause 2.

#### 4. Required Documents for Subscription

- 4.1 Subscription form for the newly-issued ordinary shares, on which details are fully provided and the signature affixed.

The Company will deliver the subscription form for the newly-issued ordinary shares to all existing shareholders in accordance with the date of determination of shareholders entitled to subscribe for the newly-issued ordinary shares proportionate to their respective shareholdings (Record Date) on 1 August 2019. In addition, the shareholders may also obtain the subscription form for the newly-issued ordinary shares at the Company or download such form from the Company's website ([www.chuosenko.co.th](http://www.chuosenko.co.th))

- 4.2 Certificate for the subscription right of the newly-issued ordinary shares issued by Thailand Securities Depository Company Limited ("TSD")

- 4.3 Cheque/cashier's cheque/draft or copy of the pay-in slip or transfer of money to the bank account (in the case that the payment for newly-issued ordinary shares subscription is made by money transfer). On the back of the cashier's cheque, or pay-in slip, the subscriber is requested to write the name and surname of the subscriber along with his/her contact number enclosed with the subscription form.

- 4.4 In the case that the shareholder does not attach the Certificate for subscription of the newly-issued ordinary shares according to Clause 4.2 and/or in the case that the shareholder name/surname are different from those names in accordance with the date of determination of shareholders entitled to subscribe for the newly-issued ordinary shares proportionate to their respective shareholdings (Record Date) on 1 August 2019, he/she shall attach the evidence issued by government authority, for example, letter of certificate, marriage certificate, divorce certificate, certificate for change of name/surname, etc. The subscriber shall attach the following documents:

(1) In the case of Thai individual

A certified true copy of identification card or government official/state enterprise employee identification card that has not expired or a certified true copy the first page and the page with identification number of house registration certificate

(2) In the case of foreign individual

A copy of alien card or passport that has not expired, being certified true copy

(3) In the case of Thai juristic person

- (a) A copy of affidavit issued by the Ministry of Commerce no longer than 12 months prior to the date of submission of the subscription form for the newly-issued ordinary shares and supporting documents, certified by authorized person and affixed with the company's seal (if any); and
- (b) A certified true copy of documents specified in item (1) and (2) (depend on each case) of the authorized person who certifies true copy on the document in (3) (a).

(4) In the case of foreign juristic person

- (a) Copies of documents evidencing its incorporation, Memorandum of Association and/or the affidavit of the juristic person issued no longer than 12 months prior to the date of submission of the subscription form for the newly-issued ordinary shares and supporting documents, being certified true copies by the authorized person of the juristic person and affixed with the company's seal (if any); and
- (b) A copy of passport that has not expired of the authorized person who certifies true copy on the documents specified in item (4) (a) above being certified true copy

Certified copies of all documents must be certified by the Notary Public or any other authorized organization of the country in which the documents are issued or certified to certify the signature of the issuer or certifier of the documents, and the signature and seal of the Notary Public or any other authorized organization shall be certified by an official of the Thai Embassy or Consulate in the country in which the documents are prepared or certified, all of which must be not exceeding 12 months prior to the date of submission of the subscription form for the newly-issued ordinary shares and supporting documents.

In case of appointing a custodian as an authorized person(s), there shall be a power of attorney for the custodian. The subscription form and all supporting documents for subscription will then be signed by the custodian attaching together with the custodian's letter specifying the authorized person(s) and a certified true copy of identification card that has not expired or other documents that can identify such authorized person(s).

- 4.5 Power of attorney affixed with THB 30 stamp duty (in case of authorizing an attorney to act on his/her behalf) together with a copy of identification card of the subscriber and the attorney, being certified true copies.

In the case of the shareholder who subscribes for newly-issued ordinary shares has not or has incompletely submitted the above required documents for subscription, the Company is entitled to treat that such shareholder has given up the right to subscribe newly-issued ordinary shares of the Company.

In addition, the Company reserves the rights not to deliver the offering documents and to allocate the newly-issued shares to any subscriber if such delivery or allocation will be, or may cause the Company to be, in violation of any laws, regulations or rules of a foreign country, or if such delivery or allocation will cause the Company to take any other steps or actions other than those necessary under Thai laws and regulations concerning the issuance and offering of securities.

## 5. Terms and Conditions of Subscription

5.1 In the case that the shareholder subscribes for the newly-issued ordinary shares pursuant to his/her right or less than his/her right, the shareholder who expresses such an intention to subscribe the newly-issued ordinary shares pursuant to his/her right with round down or less than his/her right will receive the allocation of all newly-issued ordinary shares for which he/she subscribes.

5.2 The shareholder who has subscribed and paid for the subscription is not permitted to cancel his/her subscription.

5.3 In the case that the subscription payment is made by a cheque/cashier's cheque/draft, the subscription payment will be deemed complete once the paying bank cashes out the amount specified in the cheque/cashier's cheque/draft, and the subscription for the newly-issued ordinary shares will be deemed complete once the Company can collect the payment for the subscription.

5.4 If (1) the shareholder who subscribes for the newly-issued ordinary shares is unable to pay for the subscription or the Company is unable to collect the payment of the whole or part of the subscription in any case within the subscription period and subscription payment, which is not the fault of the Company; or if (2) the shareholder who subscribes for the newly-issued ordinary shares has incompletely or unclearly filled in the details in the subscription form for the newly-issued ordinary shares, the Company is entitled to treat that such shareholder has given up his/her right to subscribe the newly-issued ordinary shares. In this regard, the Company hereby reserves the right to further allocate such newly-issued ordinary shares.

In making payment for the subscription, the shareholders shall closely examine the subscription payment method and proceed in accordance with conditions and method specified. If the shareholder fails to comply with the method for the subscription payment or fails to proceed in accordance with conditions and method specified, for the subscription payment to be collected within the subscription period, the Company is entitled

to treat that such shareholder has given up his/her right to subscribe to the newly-issued ordinary shares. In this regard, the Company hereby reserves the right to further allocate such newly-issued ordinary shares.

- 5.5 The Company reserves the rights not to allocate the newly-issued shares to any subscriber if such allocation will be, or may cause the Company to be, in violation of any laws, regulations or rules of a foreign country, or if such allocation will cause the Company to take any other steps or actions other than those necessary under Thai laws and regulations concerning the issuance and offering of securities.

**5.6 Return of Subscription Payment**

In the case that the shareholders who have subscribed for the newly-issued ordinary shares and do not receive the allocation of the newly-issued ordinary shares, the Company will proceed to return the subscription payment for the portion of shares that has not been allocated or has not been fully allocated within 14 days from the end of the subscription period, without any interest and/or damages by issuing a crossed cheque made payable to the subscriber and deliver such cheque by registered postal mail to the address appears on the Company's shareholders database.

For the return of the money by a cheque, the subscriber will be responsible for the fee charged by the different Clearing House or the fee charged in relation to the bank's cheque (if any).

In case the Company cannot return the money to the subscriber within 14 days from the end of the subscription period, the subscriber shall receive interest rate of 7.5% per annum on the amount to be returned, calculated from the date following the last day of the 14-day period after the subscription period until the date of return. If a cheque delivered by the registered postal mail to the address appears on the Company's shareholders database, it shall be deemed that the subscriber has duly received the subscription payment for the portion of shares that has not been allocated or has not been fully allocated; and the subscriber shall not have the right to claim any interest and/or damages from the Company.

- 5.7 In the case that there are any problems, obstacles or limitations in the operation, the Company hereby reserves the right to change the details of method of the subscription payment, terms and conditions of subscription or any information relating to the subscription method of the newly-issued ordinary shares as appropriate, by taking into account the utmost benefit of the subscription of the Company's newly-issued ordinary shares.

**6. Other Necessary Details for Shareholders in Making Decision to Purchase Newly-Issued Ordinary Shares**

The Company shall proceed to register the paid-up capital increase of the Company with the Ministry of Commerce within 14 days after the end of the subscription period and submit an application for the listing of all newly-issued ordinary shares on the Stock Exchange of Thailand later.

## 7. Other Important Information

- 7.1 The name of the subscriber and the name of the owner of the securities trading account shall be the same. If the account number of the securities belongs to other person, the share(s) will not be able to be transferred into the account. In this regard, the Company reserves the right to issue the share certificate to such subscriber.
- 7.2 Please correctly specify the code of the broker to which the share(s) will be delivered. If the code is not correct, the share(s) will be sent to other broker, and the Company shall not be responsible for the possible loss or the delay in claiming back the share(s).
- 7.3 If the Company could not return the subscription payment to the subscriber within the specified period as a result which is not under the control of the Company, the Company shall not be responsible for any interest and/or damages and will return only the subscription payment to the subscriber who has not been allocated or has not been fully allocated the shares from the Company, as described in Clause 5 “Terms and Conditions of Subscription”.
- 7.4 If a number of shares that the shareholder has specified in the subscription form for the newly-issued ordinary shares does not match with the subscription payment received by the Company, the Company hereby reserves the right to use the number of shares based on the subscription payment.
- 7.5 For the subscriber who wishes to deposit his/her shares in the account of the Company, Member No. 600, the subscriber must provide all details in “additional documents for subscribers who would like to deposit shares into an issuer account only” (Attachment 4) to submit to Thailand Securities Depository Co., Ltd. However, if the subscriber does not complete these additional documents, the Company hereby reserves the right to issue share certificates in the name of the subscriber.
- 7.6 If you have any questions, please contact at
- Chuo Senko (Thailand) Public Company Limited  
33/4 Floor 36 Building A, The Ninth Towers Grand Rama 9, Rama 9 Road, Huaykwang Sub-district,  
Huaykwang District, Bangkok  
Miss Saranya Noijaiboon  
Tel: 02-0137137-8 ext.4



Subscription Form No. ....

## Subscription Form for the Newly-Issued Ordinary Shares of Chuo Senko (Thailand) Public Company Limited

Rights offering of 20,049,334 newly-issued ordinary shares to the existing shareholders at a ratio of 10.1 existing ordinary share to 1 new ordinary shares,  
at the par value of Baht 5.00 per share and the offering price of Baht 0.40 per share

Date of Subscription ☐ 20 August 2018 ☐ 21 August 2018 ☐ 22 August 2018 ☐ 23 August 2018 ☐ 24 August 2018

Information of the subscriber for the newly-issued ordinary shares : please fill in complete and clear information below in legible handwriting

1 Subscription Form per  
1 Shareholder Registration No.  
Only

To: Chuo Senko (Thailand) Public Company Limited ("Company")

I/We (Mr., Mrs., Miss, Juristic person) ..... Shareholder Registration No. ....

Identification card / Alien card / Passport / Juristic person registration number ..... Address shall be as appears in the  
Company's shareholders database in accordance with the share register book as of 1 August 2018 that the Company obtains from Thailand Securities Depository Co., Ltd.  
("Company's Shareholders Database")

Telephone Number ..... Mobile Phone .....

hereby subscribe for and request allotment of the newly-issued ordinary shares in proportion to my/our shareholding as follows;

Number of Shares Subscribed (Shares)	Subscription Price per Share (Baht)	Total Subscription Price (Baht)	Amount (in words)
	0.40		

I/We herewith submit my/our payment for subscription for the newly-issued ordinary shares payable to "Chuo Senko (Thailand) Public Company Limited for Share Subscription"

☐ Money Transfer to "Chuo Senko (Thailand) Public Company Limited for Share Subscription" Bangkok Bank, The Nine Towers Branch, Current Account No. 002-3-701410

☐ Cheque/cashier's cheque/draft (dated no later than 23 August 2018)

Cheque/cashier's cheque/draft No. .... Date ..... Bank ..... Branch .....

If the securities (newly-issued shares) are allotted to me/us, I/we hereby agree to the following procedure: (please select only one method)

☐ **In the case of having a securities trading account:** Issue a security certificate for the allotted securities in the name of "Thailand Securities Depository Company Limited for Depositors" and arrange for participant's name ..... Participant No. ☐ ☐ ☐ , to deposit such shares with Thailand Securities Depository Company Limited for my/our own securities trading account name ..... Account No. .... and I/we have an account with that company. (The subscriber's name must correspond to the securities trading account name. If the subscriber's name does not correspond therewith or the subscriber incorrectly or inconsistently fills in the securities trading account or the participant's number, a security certificate for the allotted securities will be issued in the name of the subscriber and delivered to the subscriber by registered mail to the name and address shown in the Company's Shareholders Database in accordance with the share register book as of 1 August 2018 within 15 business days from the end of the subscription period.)

**In the case of not having a securities trading account:**

☐ **Requesting a securities certificate:** Issue a security certificate for the allotted securities in my/our name and deliver it to me/us by registered mail to the name and address shown in the Company's Shareholders Database within 15 business days from the end of the subscription period, whereby I/we am/are willing to authorize the Company to take any act in order to issue the security certificate pursuant to my/our expressed intention.

☐ **Depositing into Account No. 600:** Issue a security certificate for the allotted securities in the name of "Thailand Securities Depository Company Limited" and deposit such securities with Thailand Securities Depository Company Limited, into the account of Chuo Senko (Thailand) Public Company Limited's Account No. 600. **To deposit into Account No. 600, please also fill in the form "Additional documents for subscribers who would like to deposit shares into an issuer account only" to be delivered to Thailand Securities Depository Company Limited.**

In the case that I/we have not been allotted the securities or have been allotted the securities in an amount less than the amount subscribed or have made payment in excess of the subscribed securities, I/we hereby agree to refund by **Issuing the crossed cheque** made payable to me/us and delivering it by registered mail to the address appearing in the Company's Shareholders Database within 14 day from the end of the subscription period (By acceptance of the refund in the form of a crossed cheque, the subscriber might be responsible for any related fee when the cheque is processed for clearing).

I/We hereby undertake and agree to subscribe for the newly-issued ordinary shares in the number as stated and shall not revoke this subscription. If I/we do not return this duly completed subscription form together with the supporting and the subscription payment to the Company within the stated subscription period or if the cheque/cashier's cheque/draft has not been honoured, I/we shall be deemed to have waived my/our rights to subscribe for the newly-issued ordinary shares.

Having read the notification for the right to subscribe newly-issued ordinary shares as well as the Information Memorandum, I/we agree to be bound by the notification for the right to subscribe newly-issued ordinary shares as well as the Information Memorandum currently enforced and/or as may be amended in the future.

**Investment in securities involves risks so you should ensure that you have thoroughly studied all information before deciding to make a subscription for the securities.**

Signed ..... Subscriber  
(.....)

"Please fill in complete information; otherwise you will be disqualified from the subscription"

Receipt for Subscription for Newly-Issued Ordinary Shares of Chuo Senko (Thailand) Public Company Limited (This section must be completely filled in by the subscriber in proper handwriting script)

Subscription Date: ☐ 20 August 2018 ☐ 21 August 2018 ☐ 22 August 2018 ☐ 23 August 2018 ☐ 24 August 2018 Subscription Form No. ....

Chuo Senko (Thailand) Public Company Limited has received money from (Name of Subscriber) ..... to subscribe for the newly-issued ordinary shares of Chuo Senko (Thailand) Public Company Limited.

Number of Shares Subscribed (Shares)	Subscription Price per Share (Baht)	Total Subscription Price (Baht)	Amount (in words)
	0.40		

Made payable by: ☐ Money Transfer ☐ Cheque/cashier's cheque/draft (dated no later than 23 August 2018)

Cheque/cashier's cheque/draft no. .... Date ..... Bank ..... Branch .....

☐ Issue a security certificate in the name of "Thailand Securities Depository Company Limited for Depositors" Participant No. .... Securities Trading Account No. ....

☐ Issue a security certificate in the name of "Thailand Securities Depository Company Limited for Depositors" and deposit in the Issuer's Account for my/our name - Account No. 600

☐ Issue a security certificate in the name of the subscriber

In the case that I/we have not been allotted the securities or have been allotted the securities in an amount less than the amount subscribed for, I/we hereby agree to refund by issuing a crossed cheque made payable to me/us and delivering it by registered mail to the address appearing in the Company's Shareholders Database in accordance with the share register book as of 1 August 2018.

Officer's Name .....

BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
002	บริษัทหลักทรัพย์ ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	030032	บริษัทหลักทรัพย์ เคทีบี (ประเทศไทย) จำกัด (มหาชน) I V GLOBALKTB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ คันทรี กรุ๊ป จำกัด (มหาชน) COUNTRY GROUP SECURITIES PUBLIC COMPANY LIMITED	032034	บริษัทหลักทรัพย์ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) KTBPHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
004	บริษัทหลักทรัพย์ ดีบีเอส วิกเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED	034038	บริษัทหลักทรัพย์ เอซีซี จำกัด (มหาชน) PHILLIPAEC SECURITIES PUBLIC COMPANY LIMITED
005	บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	0048	บริษัทหลักทรัพย์ ไอรา จำกัด (มหาชน) AECIRA SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ ภัทร จำกัด (มหาชน) PHATRA SECURITIES PUBLIC COMPANY LIMITED	048050	บริษัทหลักทรัพย์ เอเอสแอล จำกัด AIRAASL SECURITIES PUBLIC COMPANY LIMITED
007	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB Securities (Thailand) COMPANY LIMITED	0051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด ASLSBI THAI ONLINE SECURITIES COMPANY LIMITED
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	0052	บริษัทหลักทรัพย์ จีเอ็มโอ-แบด คอม (ประเทศไทย) จำกัด SBI THAI ONLINEGMO-Z COM SECURITIES (THAILAND) LIMITED
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์ กิมเอ็ง (ประเทศไทย) จำกัด (มหาชน) MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES(THAILAND) LIMITED
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC CO., LTD.	213	บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES COMPANY LIMITED
014	บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED	224211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด BUALUANGUBS SECURITIES (THAILAND) LIMITED
015	บริษัทหลักทรัพย์ แอปเพิล เวลธ์ จำกัด APPLE WEALTH SECURITIES COMPANY LIMITED	225224	บริษัทหลักทรัพย์บัวหลวง จำกัด (มหาชน) CLSABUALUANG SECURITIES PUBLIC COMPANY LIMITED
016	บริษัทหลักทรัพย์ธนาชาต จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	229225	บริษัทหลักทรัพย์ซี แอล เอส เอ (ประเทศไทย) จำกัด JPMORGANCLSA SECURITIES (THAILAND) LIMITED
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	230229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด GLOBLEXJPMORGAN SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ทรินิตี้ จำกัด TRINITY SECURITIES COMPANY LIMITED	244230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด MACQUARIEGLOBLEX SECURITIES COMPANY LIMITED
023	บริษัทหลักทรัพย์ไทยพาณิชย์ จำกัด SCB SECURITIES COMPANY LIMITED	247244	บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด CREDIT SUISSEMACQUARIE SECURITIES (THAILAND) LIMITED
026	บริษัทหลักทรัพย์ยูโอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	248247	บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด KT ZMICOCREDIT SUISSE SECURITIES (THAILAND) LIMITED
027	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY	924248	บริษัทหลักทรัพย์ เคที ซีมิโก้ จำกัด FINANSIA SYRUSKT ZMICO SECURITIES COMPANY LIMITED
029	บริษัทหลักทรัพย์กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	924	บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
030	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED		

Remark: Subscription of newly-issued ordinary shares of the Company through postal mail or at any branch of commercial banks is refrained.

SUB-BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	243	บริษัทหลักทรัพย์ เพ็ชรบุรีหลักทรัพย์ จำกัด (มหาชน) TSFC SECURITIES PUBLIC COMPANY LIMITED
242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED	245	ธนาคารธนาชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED

CUSTODIAN			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
301	ธนาคารซิตี้แบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES	329	ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED	330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK.-BOND
303	ธนาคารกรุงเทพ จำกัด (มหาชน) – ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	334	บริษัทหลักทรัพย์ เพ็ชรบุรีหลักทรัพย์ จำกัด (มหาชน) (สัดส่วนเต็ม) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
304	ธนาคารฮ่องกงและเซี่ยงไฮ้ แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP.,LTD. BKK.	336	ธนาคารเกียรตินาคิน จำกัด (มหาชน) KIATNAKIN BANK PUBLIC COMPANY LIMITED
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED	337	ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORNBANK PUBLIC COMPANY LIMITED	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC COMPANY LIMITED	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
316	ธนาคารไชน่ามิซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMTED
320	ธนาคารดอยช์แบงก์ เอจี สาขากรุงเทพฯ – เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESellschaft BANGKOK BRANCH–CUSTODY SERVICES	345	ธนาคารธนาชาต จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)

## เอกสารเพิ่มเติมประกอบการจองหลักทรัพย์

เฉพาะผู้ที่ประสงค์นำหลักทรัพย์ฝากเข้าบัญชีบริษัทผู้ออกหลักทรัพย์ (Issuer Account) เท่านั้น

ข้าพเจ้า .....

บัตรประจำตัวประชาชน/หนังสือเดินทาง/ทะเบียนนิติบุคคล เลขที่ .....

### กรณีผู้ถือหลักทรัพย์เป็นบุคคลธรรมดา

1. สถานที่เกิด ..... ประเทศ.....

2. สัญชาติที่ 2 .....

3. ที่อยู่ถาวร.....

จังหวัด/State/Region..... ประเทศ..... รหัสไปรษณีย์/ Postal .....

### กรณีผู้ถือหลักทรัพย์เป็นนิติบุคคล

1. ประเทศที่จดทะเบียนจัดตั้งบริษัท .....

2. สถานะของนิติบุคคลตาม FATCA (FATCA STATUS\*).....

(\*โปรดตอบแบบสอบถามแนบนี้ เพื่อนำข้อมูลมากรอกในช่องนี้)

- กรณีสถานะของนิติบุคคลตาม FATCA เป็น Passive NFFE โปรดระบุ % การถือครองของผู้ถือหุ้นชาวสหรัฐ.....

- กรณีสถานะของนิติบุคคลตาม FATCA เป็น PFFI หรือ RDCFFI โปรดระบุหมายเลข GIIN.....

ข้าพเจ้ามีความประสงค์ฝากหลักทรัพย์ เข้าไว้ในบัญชีบริษัทผู้ออกหลักทรัพย์ ข้าพเจ้าขอรับรองว่าข้อความตามที่ระบุไว้ข้างต้นเป็นความจริง หากการฝากหลักทรัพย์เข้าบัญชีบริษัทผู้ออกหลักทรัพย์ก่อให้เกิดความเสียหายใด ๆ ขึ้นแก่บริษัท ศูนย์รับฝากฯ ไม่ว่าด้วยประการใด ๆ ข้าพเจ้ายอมรับผิดและชดเชยค่าเสียหายให้แก่ บริษัท ศูนย์รับฝากฯ จนครบถ้วน นอกจากนี้ ข้าพเจ้ารับทราบว่าบริษัท ศูนย์รับฝากฯ อาจเปิดเผยข้อมูลที่ปรากฏในเอกสารนี้ให้แก่กรมสรรพากรหรือหน่วยงานอื่นที่มีอำนาจตามกฎหมายรวมทั้งหน่วยงานที่มีข้อตกลงกับบริษัท ศูนย์รับฝากฯ ในการขอเรียกดูข้อมูลดังกล่าวได้

ลงชื่อ ..... ผู้ถือหลักทรัพย์

(.....) โทรศัพท์ .....



แบบสอบถามสำหรับตรวจสอบสถานะ FATCA (FATCA STATUS) เฉพาะนิติบุคคล

ส่วนที่หนึ่ง: สถานที่จดทะเบียนจัดตั้ง

	คำรับรองสถานะ	สถานะของนิติบุคคลตาม FATCA
<input type="checkbox"/>	1.1 ข้าพเจ้าเป็นนิติบุคคล ซึ่งจัดตั้งขึ้นตามกฎหมายของประเทศ: _____	U.S. Person / Non-U.S. Entity
<input type="checkbox"/>	1.2 ข้าพเจ้าเป็นสาขาของนิติบุคคล โดยสำนักงานใหญ่ของสาขาจัดตั้งขึ้นตามกฎหมายของประเทศ: _____  ในกรณีที่จัดตั้งขึ้นตามกฎหมายของประเทศสหรัฐอเมริกา ข้าพเจ้าได้แนบ W-9 ไว้แล้ว  (หากเป็นนิติบุคคล หรือสาขาของนิติบุคคลที่มีได้จัดตั้งขึ้นในประเทศสหรัฐอเมริกา กรุณาตอบแบบสอบถามในส่วนที่สอง นอกเหนือจากนั้นการให้คำรับรองถือว่าเสร็จสิ้น)	

ส่วนที่สอง: สถานะของนิติบุคคลตาม FATCA

	คำรับรองสถานะ	สถานะของนิติบุคคลตาม FATCA
<input type="checkbox"/>	2.1 ข้าพเจ้ามีสถานะเป็นสถาบันการเงิน ประเภท PFFI หรือ Registered Deemed-Compliant FFI โดยมีเลข GIIN ดังต่อไปนี้ _____	PFFI, RDCFFI
<input type="checkbox"/>	2.2 ข้าพเจ้ามีสถานะเป็นสถาบันการเงินที่ไม่เข้าร่วม FATCA	NPFFI
<input type="checkbox"/>	2.3 ข้าพเจ้ามีสถานะเป็นสถาบันการเงินประเภท Certified Deemed-Compliant FFI และได้แนบ W-8BEN-E ซึ่งแสดงสถานะดังกล่าวไว้แล้ว	CDCFFI
<input type="checkbox"/>	2.4 ข้าพเจ้ามิใช่สถาบันการเงิน และเป็นบริษัทที่จดทะเบียนซื้อขายในตลาดหลักทรัพย์ หรือ เป็นบริษัทในเครือของบริษัทที่จดทะเบียนซื้อขายในตลาดหลักทรัพย์นั้น  และข้าพเจ้าได้แสดงหลักฐานการมีสถานะเป็นบริษัทซึ่งจดทะเบียนในตลาดหลักทรัพย์ หรือเป็นบริษัทในเครือของบริษัทที่จดทะเบียนซื้อขายในตลาดหลักทรัพย์ ซึ่งปรากฏอยู่ในสำเนางบการเงินที่ได้แนบมากับเอกสารคำขอชุดนี้	Excepted NFFE
<input type="checkbox"/>	2.5 ข้าพเจ้าเป็นองค์กรของรัฐบาล องค์กรระหว่างประเทศ หรือ ธนาคารแห่งประเทศไทย  ข้าพเจ้าขอรับรองว่า ข้าพเจ้าเป็นผู้รับผลประโยชน์ของการจ่ายเงินใดๆ ที่เกี่ยวข้องกับหลักทรัพย์ที่จะซื้อขาย หรือ โอนย้ายนี้ และไม่ได้ประกอบกิจการทางการค้าในลักษณะเดียวกับบริษัทประกัน สถาบันรับฝากหลักทรัพย์ หรือ ธนาคารพาณิชย์	Exempt Beneficial Owner (EBO)
<input type="checkbox"/>	2.6 ข้าพเจ้าเป็นองค์กรที่ไม่แสวงหาผลกำไร  ข้าพเจ้าขอรับรองว่าข้าพเจ้าได้รับยกเว้นภาษีเงินได้นิติบุคคลภายใต้ประมวลรัษฎากรไทย	Non-Profit Organization (NPO)

แบบสอบถามสำหรับตรวจสอบสถานะ FATCA (FATCA STATUS) เฉพาะนิติบุคคล (ต่อ)

คำรับรองสถานะ	สถานะของนิติบุคคลตาม FATCA												
<p>[ ] 2.7 ข้าพเจ้าเป็นบริษัทหรือห้างหุ้นส่วนที่มีใช้สถาบันการเงินซึ่ง<u>มิได้</u>มีรายได้หลักมาจากการลงทุน</p> <p>ข้าพเจ้าขอรับรองว่าข้าพเจ้าเป็นนิติบุคคลที่มีได้จัดตั้งขึ้นในสหรัฐอเมริกา และ ไม่เป็นสถาบันการเงิน และ <u>มีเงินได้ไม่เกินกึ่งหนึ่งใน</u>งบการเงินปีล่าสุดที่มาจากแหล่งใดๆ ในสี่กลุ่มต่อไปนี้ และ</p> <p><u>มีมูลค่าทรัพย์สินในงบการเงินล่าสุดไม่เกินกึ่งหนึ่งที่</u>สามารถก่อให้เกิดเงินได้ในสี่กลุ่มต่อไปนี้</p> <p>กลุ่มที่ 1 เงินปันผลและดอกเบี้ย</p> <p>กลุ่มที่ 2 เงินค่าเช่าและค่าสิทธิ</p> <p>กลุ่มที่ 3 ส่วนรายได้จากธุรกรรมบางประเภท</p> <ul style="list-style-type: none"> <li>• รายได้จากการขายสินทรัพย์ที่ก่อให้เกิดเงินได้ในกลุ่มที่ 1 และ กลุ่มที่ 2</li> <li>• รายได้จากสัญญาซื้อขายตราสารอนุพันธ์สินค้าโภคภัณฑ์</li> <li>• รายได้จากอัตราแลกเปลี่ยน</li> <li>• รายได้จากสัญญาประเภท SWAP</li> </ul> <p>กลุ่มที่ 4 รายได้จากสัญญาประกันและสัญญาบำนาญ</p> <ul style="list-style-type: none"> <li>• รายได้ที่ได้จากเงินสำรองหากเป็นบริษัทประกัน</li> <li>• เงินได้จากสัญญาบำนาญ</li> <li>• เงินได้จากสัญญาประกัน</li> </ul>	Active NFFE												
<p>[ ] 2.8 ข้าพเจ้าเป็นบริษัทหรือห้างหุ้นส่วนที่มีใช้สถาบันการเงินซึ่ง<u>มี</u>รายได้หลักมาจากการลงทุน</p> <p>ข้าพเจ้าขอรับรองว่าข้าพเจ้าเป็นนิติบุคคลที่มีได้จัดตั้งขึ้นในสหรัฐอเมริกา และไม่เป็นสถาบันการเงิน หรือ นิติบุคคลใดๆ ดังกล่าวข้างต้น และมี <u>เงินได้เกินกึ่งหนึ่งใน</u>งบการเงินปีล่าสุดที่มาจากแหล่งใดๆ ในสี่กลุ่มข้างต้น หรือ</p> <p><u>มีมูลค่าทรัพย์สินในงบการเงินล่าสุดเกินกึ่งหนึ่งที่</u>สามารถก่อให้เกิดเงินได้ในสี่กลุ่มข้างต้นดังที่ได้กล่าวไปแล้ว</p> <p>พร้อมกันนี้ ข้าพเจ้าได้ระบุข้อมูลของผู้ถือหุ้น/เจ้าของตามรายละเอียดด้านล่าง ดังต่อไปนี้</p> <p>[ ] ข้าพเจ้า<u>ไม่มี</u>ผู้ถือหุ้น/เจ้าของ ที่เป็นบุคคลสหรัฐฯ หรือ</p> <p>[ ] ข้าพเจ้า<u>มี</u>ผู้ถือหุ้น/เจ้าของ ที่เป็นบุคคลสหรัฐฯ โดยมี ชื่อ ที่อยู่ และ เลขประจำตัวผู้เสียภาษีของสหรัฐอเมริกา (U.S. Tax Identification Number: TIN) ของผู้ถือหุ้น/เจ้าของ ที่เป็นบุคคลสหรัฐฯ แต่ละราย ดังต่อไปนี้</p> <table border="1"> <thead> <tr> <th>ชื่อ</th><th>ที่อยู่</th><th>เลข U.S. TIN</th></tr> </thead> <tbody> <tr> <td> </td><td> </td><td> </td></tr> <tr> <td> </td><td> </td><td> </td></tr> <tr> <td> </td><td> </td><td> </td></tr> </tbody> </table>	ชื่อ	ที่อยู่	เลข U.S. TIN										Passive NFFE
ชื่อ	ที่อยู่	เลข U.S. TIN											
<p>[ ] 2.9 ข้าพเจ้าไม่เข้าข่ายเป็นนิติบุคคลสถานะใดๆ ตามที่ระบุข้างต้น</p>	Others												

Information Memorandum with regard to the Capital Increase and Allocation of Newly Issued Ordinary Shares of Chuo Senko  
(Thailand) Public Company Limited

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**Section 1**

**Information on the allocation of newly issued shares**

**1. Capital increase**

The 2018 Annual General Meeting of Shareholders of Chuo Senko (Thailand) (the “Company”), held on 30 April 2018, approved the increase in the Company's registered capital in amount of Baht 776,243,395 from Baht 337,497,130 to Baht 1,113,740,525, by issuing 155,248,679 new ordinary shares, at a par value of Baht 5 per share, totaling Baht 776,243,395.

**2. Allocation of newly issued shares**

The 2018 Annual General Meeting of the Shareholders of the Company resolved to approve the allocation of newly issued ordinary shares as follows:

(1) The allocation of not exceeding 134,998,852 newly issued ordinary shares at the par value of Baht 5 per share in the type of specifying the purpose of utilizing proceeds to existing shareholders in proportion to their respective shareholdings (Rights Offering). In this regard, the Company determined the allocation ratio at 1 existing share to 2 newly issued ordinary shares (the total number of shares for the allocate is 134,998,852 shares) with the offering price at Baht 0.20 per share, which is the offering of shares at the price that is lower than the par value of the share under Section 52 of the Public Limited Companies Act B.E. 2535 (1992).

The Company has proceeded with the offering of the newly issued ordinary shares of the Company in the type of specifying the purpose of utilizing proceeds of 134,998,851 shares, and there is remaining of 1 share, which the Company will disregard this share in the next shareholders' meeting and not allocate this to share the specific investor (Private Placement).

(2) The allocation of 20,249,827 newly issued ordinary shares at the par value of 5 Baht, which is 30 percent of the paid-up capital of the Company to the existing shareholders (Rights Offering) under a General Mandate basis. The Company may either entirely or partially issue and offer the newly issued ordinary shares, whether in single or sequential allocation, at the offering price in the range between Baht 0.20 – 0.40, which is the offering price that is lower than the par value of the share of the Company, as the Company has an accumulated loss. However, in any cases, the aggregate number of newly issued ordinary shares to be offered to the existing shareholders (Right Offering) under the General Mandate basis shall not exceed 20,249,827 shares or 30 percent of the paid-up capital of the Company as at the date the Board of Directors resolves to approve the increase of capital under the General Mandate basis.

In this regard, the Board of Directors' Meeting No. 8/2018, held on 11 July 2018 has considered and approved the details of the offering of the newly issued ordinary shares of 20,249,827 shares, at the par value of Baht 5 to be offered to the existing shareholders of the Company (Rights Offering) under the General Mandate, which would be a capital paid up of Baht 100,246,670 (if there is fully subscription of the newly issued shares as allocated) from the existing capital paid up of Baht 1,012,491,385 to Baht 1,112,738,055, and there will be the remaining shares from the allocation of newly issued ordinary shares under the General Mandate basis of 200,493 shares. The details of the subscription of the newly issued ordinary shares are as follows:

## 2.1 Details of the allocation of newly issued shares

Allocated to	Number of Shares	Ratio (Existing : New)	Offering Price (Baht per share)	Date and Time of Subscription and Payment
2.1.1 The Company's Existing Shareholders proportionate to their Shareholdings (Rights Offering)	-	-	-	Please see Remark 1
2.1.2 The Company's Existing Shareholders proportionate to their Shareholdings (Rights Offering) in the form of General Mandate	Up to 20,049,334 shares	10.1 : 1	Baht 0.40	20 – 24 August 2018 at 10.00 to 16.00

Remark 1. The Company has proceeded with the offering of the newly issued ordinary shares of the Company in the type of specifying the purpose of utilizing proceeds of 134,998,851 shares, and there is remaining of 1 share, which the Company will disregard this share in the next shareholders' meeting and not allocate this to share the specific investor (Private Placement).

## 2.2 The Company's operation in the case of there is any fraction of shares

The fraction of shares will be discarded and in the case where there are unsubscribed newly issued ordinary shares from the first-round allocation, the Company will re-allocate those unsubscribed newly issued ordinary shares to the shareholders who express the intention to subscribe for the shares in excess of their entitlement in accordance with their shareholding ratio until all shares are fully subscribed, the allocation cannot be done due to the fraction of shares, or until none of the shareholders wishes to subscribe for those remaining shares.

## 2.3 Number of remaining shares that have not been allocated

200,493 shares

## 3. The scheduled date of the closing of the share register book and the suspension of shares transfer for the subscription rights of the newly issued ordinary shares to existing shareholders

The Company has scheduled the date to determine the names of the shareholders who will have subscription rights and will be entitled to obtain the allocation of newly issued ordinary shares (Record Date) to be on 1 August 2018.

## 4. The schedule of the subscription date and payment date of newly issued ordinary shares

The Company schedule the subscription date and payment date of newly issued ordinary shares between 10.00 a.m. – 4.00 p.m. on 20 – 24 August 2018 (5 business days in total)

## 5. The objectives of capital Increase and exercise of increased capital

The Company has necessity to raise fund for repaying the debt to various creditors of the Company and as the operating expenditure for the Company to increase the possibility to compete against other operators in the advertising industry, resulting in increase of revenue and better operation and financial status of the Company and benefiting the shareholders of

the Company in long term. The Company also expects that the plan of capital increase will be sufficient for utilizing proceeds plan.

**6. Benefits which the Company will obtain from Capital Increase and the allocation of the newly issued shares**

The proceed from the issuance and offering of newly-issued ordinary shares will be an important portion of Company's capital to repay the debt to various creditors of the Company to lower the interest expense and as the operating expenditure for the Company to be able to compete against other operators in the industry, resulting in increase of revenue and better operation of the Company and benefiting the shareholders of the Company in long term.

**7. Shareholders' benefits from the capital increase and the allocation of newly issued shares**

**7.1 Dividend policy**

The Company's policy is to pay its dividend to shareholders at a rate approximately not lower than 50 percent of its net profit based in the Company's financial statements after deducted corporate income tax and after deducted statutory reserves each year, in case there is no need to use proceed in any other situation and the dividend payment meanwhile must not materially affect the Company's normal operations.

**7.2 Entitlement to dividends from operations**

The subscriber of the newly-issued ordinary shares will be entitled to receive dividends from the Company's business operation after the subscriber's registration as a shareholder of the Company.

**8. Other necessary information for shareholders' decision on whether to approve the capital increase/ the allocation of newly issued ordinary shares**

Due to the Company is on the process of preparing Financial Statement for the fiscal year ending 31 December 2017 and such financial statement is not yet finalized, the Company thus cannot prepare the report of the Company's operating results for the year 2017. Moreover, the Company has just appointed the auditor to audit Financial Statement for the fiscal year ending 31 December 2017 in the 2018 Annual General Meeting of Shareholders on 30 April 2018. Therefore, the Company cannot present the information of Financial Statement for the fiscal year ending 31 December 2017 in Part 2 of this Information Memorandum

In addition, the Company hasn't submitted the financial statement to the Stock Exchange of Thailand and the Office of Securities and Exchange Commission within the period of time as specified by the relevant regulations and notification. However, the Company expects to submit the financial statement of quarter 1/2017 within 30 September 2018. In this regard, the Company would like the shareholders to acknowledge the above information for decision making on investment.

## Section 2

### Basic Information of Chuo Senko (Thailand) Public Company Limited

Due to the Company is on the process of preparing Financial Statement for the fiscal year ending 31 December 2017 and such financial statement is not yet finalized, the Company thus cannot prepare the report of the Company's operating results for the year 2017. Moreover, the Company has just appointed the auditor to audit Financial Statement for the fiscal year ending 31 December 2017 in the 2018 Annual General Meeting of Shareholders on 30 April 2018. Therefore, the Company cannot present the information of Financial Statement for the fiscal year ending 31 December 2017 in Part 2 of this Information Memorandum. In this regard, the information presented in Part 2 will be information as of 31 December 2018, except the information in Clause 3. Names of Directors, Executives and the 10 Major Shareholders.

#### 1. Name and location of the Company

Chuo Senko (Thailand) Public Company Limited is located at No. 33/4, 36<sup>th</sup> Floor, Building A, the Nine Tower Grand Rama 9, Rama 9 Road, Huaykwang Sub-district, Huaykwang District, Bangkok

#### 2. Business Overview of the Company

##### 2.1 Business Overview

Chuo Senko (Thailand) Public Company Limited inaugurated into the advertising business by being a total solution advertising agency since 1963. Based upon trust and respect, the Company has remarkable growth more than 52 years of operation experience in marketing communication specialist and has numerously created advertising campaigns for well-known products and services, which can provide visible confirmation of our highly professional standard very well, e.g. Honda Motorcycles, Honda Cars, Yum-Yum Instant Noodle, Hitachi, AEON Finance Institution, Tokyu Department Store, Thanachart Bank, CAT Telecom and etc.

Chuo Senko (Thailand) Public Company Limited is the center of investment policy and business operations of the Group throughout Asia which has been operating in a total of 9 countries including Thailand, Vietnam, Cambodia, Indonesia, India, Singapore, Hong Kong, Philippines and Myanmar. In addition, the Company has been involving in many communication campaigns.

Chuo Senko (Thailand) Public Company Limited was restructuring the new organization chart of the company adjusted for conformity with the business restructuring to be a holding company with the purpose to increase the liquidity for the business and investment expansion of the company by transferring partial business of the company to new subsidiaries "Chuo Senko Advertising (Thailand) Co., Ltd".

Nevertheless, Chuo Senko (Thailand) Public Company Limited restructured its organization again in 2016 by selling investment capital of subsidiaries in Thailand, Vietnam, Cambodia, Indonesia, Singapore, Hong Kong, Philippines and Myanmar.

The Company and its subsidiaries are collaborating together as an advertising agency which provides total-solution services for integrated marketing communication comprised of the following services.

##### a) Strategic Planning and Research

The service is to provide missions to create added value for clients' communication. The important part of this service is to serve as "Partner" for clients' business, and also act as "Strategic Consultant" for the very best interest for the clients.

##### b) Creative

This service is the main service of the Company which provides wide range of creative production including TVC, Radio Spot, Print ads in newspaper and magazine, billboard, Mobile media, etc.

c) Producer and Printing

Advertising and creation also need 'Tangible media' in order to support 'Main media'. This service is to serve the details part of communication, to complement communication with partners and targets.

d) Marketing Activation

This service has been developed from event marketing in order to establish a linkage to target consumers. The roles of "Marketing Activation" are creating consumer experience and induce purchasing decisions. There is variety of consumers' contact point which the Company can create big idea such as Special Events, Launching Events, Press and Dealer Conference, Activities in exhibition, Public Relation, Press Release, Press Visit, Interactive marketing, Social networking, Viral Marketing, Call center, Sales promotion, Road show. This is the integrated service among all communication tools including Public Relation in accordance with the big idea.

e) Retail Development

Retail Development service provides efficiency of retail space both of shop interior and exterior design which are stylish, different, utilized, and value for money. This service also includes operation and function development in order to match with clients' various communication strategies and tools i.e. Corporate shop and Showroom, Exhibition and Booth, Corner and Shop-in-shop, POP and Kiosk, Corporate Identity and Sign System.

f) Media Planning & Buying

These services offering to bridge the gap between creative and channel solution. Our services include strategic media recommendation, media plan development & execution, new media opportunities, media buying strategy & execution, monitoring, reviewing and reporting. Effective media buying plan has become a big factor to manage all investment in marketing communication campaigns to the utmost benefits.

g) Media Production

This total video and media production service include video shooting, video editing, all kinds of computer graphics and files conversion to digital media to support a presentation or a public relation in various types as needed.

For all campaigns of our customers to succeed truly, the Company has collaborated in all spectrums. All of the great services are for the best customers, and support to customers' needs with communication surrounding 360 degree into success and optimized customers' satisfaction.

## 2.2 Significant changes in the group structure

During 2016, the significant changes in the structure of ownership interest in subsidiaries can be described below.

### Increased Investment Capital Purchases During the Year

On 1 March 2016, the Company entered into a "share purchase and transfer agreement" with Mr. Somboon Thanombun, a shareholder of Sam's Sports Retail Company Limited holding 49,998 shares of the 5 million baht registered capital in the aforementioned company, for the purchase of 10,000 shares (20 percent) for a total price of one million baht. Furthermore, on the same date, the Company signed a "memorandum of understanding" with Sam's Sports Retail Company Limited in order to make 21.50-million-baht advance payment for the price of the shares in Sam's Sports Retail Company Limited. Thus, the Company paid 22.50 million baht for investment capital on 3 March 2016.

During the first quarter of 2016, the Company entered into a share purchase agreement with Chuo Senko Myanmar Pte., Ltd. by a joint shareholder for 80 ordinary shares (3 percent) at the price of 65.45 US dollars per share for a total price of 5,236 US dollars.

On 29 December 2016, the Company converted 1,350,300 units of debentures in Chuo Senko Advertising India Private Limited into 7.12 million baht of investment capital in subsidiaries.

#### **Sales of Investment Capital During the Year**

On 31 March 2016, the Company sold investment capital in the ordinary shares of the subsidiary Chuo Senko Advertising (Thailand) Company Limited at the amount of 1,276,000 shares (29 percent of paid capital) to GEO BRAIN CORPORATION at the price of 6.00 baht per share for a total sum of 7,656,000 baht.

On 30 September 2016, the Company sold investment capital in a subsidiary in line with a resolution passed by Special Meeting of Shareholders No. 2/2559 on 8 September 2016 in authorization of the Company's sale of ordinary shares in a subsidiary, namely, Chuo Senko Advertising (Thailand) Company Limited (CSA) (the "Transfer Recipient") pursuant to the investment capital purchase and sale agreement dated 1 August 2016 as follows:

- 1) All 1,980 ordinary shares held by the Company in PT. Chuo Senko Consultant or 99 percent of all of PT. Chuo Senko Consultant's shares at the price of 7,466.31 baht per share for a total sum of 14,783,288.51 baht.
- 2) All shares in Chuo Senko Vietnam Design Services One Member Co., Ltd. or 100 percent of Chuo Senko Vietnam Design and Services One Member Co., Ltd.'s shares for a total sum of 7,933,909.69 baht.
- 3) All 1,000 ordinary shares held by the Company in Chuo Senko (Cambodia) Holding Co., Ltd. for the price of 1,495.33 million baht per share or a total sum of 1,495,334.76 baht.
- 4) All 927,312 ordinary shares held by the Company in CSF Company Limited at the price of 3.24 baht per share for a total sum of 3,005,236.87.
- 5) All 3,000 ordinary shares held by the Company in Chuo Senko Myanmar Pte., Ltd. at the price of 1,582.17 baht per share for a total sum of 4,746,420.92 baht.
- 6) All 9,997 ordinary shares held by the Company in Digital DNA Company Limited at the price of 900.43 baht per share for a total sum of 9,004,304.23 baht.
- 7) All 5,994 ordinary shares held by the Company in Tangram Associates Company Limited for a total price of one baht.

On 9 September 2016, a subsidiary, namely, Chuo Senko Myanmar Pte., Ltd. entered into an investment capital sales contract with Chuo Senko Advertising (Thailand) Company Limited as follows:

- 1) A total of 4,999 ordinary shares held by Chuo Senko Myanmar Pte., Ltd. in Chuo Senko (Myanmar) Co., Ltd. for a total price of 1 US dollar.
- 2) All 4,999 ordinary shares held by Chuo Senko Myanmar Pte., Ltd. in Town Page Co., Ltd. for a total of 1 US dollar.

As of 31 December 2016, the Company sold investment capital in subsidiaries pursuant to Special Meeting of Shareholders No. 3/2016 on 16 December 2016 as follows:

- 1) All 2,243,999 ordinary shares (at 5 baht par value) held by the Company in Chuo Senko Advertising (Thailand) Company Limited or 51 percent of the total shares of Chuo Senko Advertising (Thailand) Company Limited were



sold to Geo Brain (Thailand) Company Limited at the price of five baht per share for a total sum of 11,219,995 baht.

- 2) All 20,000 ordinary shares (at 100 baht par value) held by the Company in Chuo Business Venture Company Limited or 40 percent of the total shares of Chuo Business Venture Company Limited were sold to Mr. Padej Krataithong at the price of 63.06 baht per share for a total sum of 1,261,145.71 baht.
- 3) All 29,997 ordinary shares (at 100 baht par value) held by the Company in RD SS Company Limited or 99.99 percent of the total shares of RD SS Company Limited were sold to Chuo Business Venture Company Limited for a total price of one baht.
- 4) All 29,994 ordinary shares (at 100 baht par value) held by the Company in Wonder Asia Company Limited or 99.98 percent of all shares in Wonder Asia Company Limited were sold to Chuo Business Venture Company Limited at the price of 16.14 baht per share for a total sum of 484,122.52 baht.
- 5) All 300 ordinary shares (at 1,000 baht par value) held by the Company in Chuo Senko International (Thailand) Company Limited or 30 percent of the total shares of Chuo Senko International (Thailand) Company Limited were sold to Chuo Business Venture Company Limited at the price of 614.93 baht per share for a total sum of 184,480.19 baht.
- 6) All 2,000 ordinary shares (at 100 baht par value) held by the Company in Geo Brain (Thailand) Company Limited or 10 percent of the total shares of Geo Brain (Thailand) Company Limited were sold to Tangram Associates Company Limited at the price of 104.48 baht per share for a total sum of 208,970.50 baht.

#### **Investments in Convertible Debentures in a Subsidiary in India**

In 2013, Chuo Senko Advertising India Private Limited, a subsidiary (under the Company's control) issued 275,000 units of convertible debentures at 100 rupees of par value. The Company purchased 260,300 units of convertible debentures for a total sum of 13,982,496.19 baht (equivalent to 26,030,000 rupees) with zero percent annual interest rate and redemption within three years.

In 2014, Chuo Senko Advertising India Private Limited, a subsidiary (under the Company's control), additionally issued 235,000 units of convertible debentures at 100 rupees of par value. The Company purchased all 235,000 units of the aforementioned convertible debentures for a total sum of 13,055,359.82 baht (equivalent to 23,500,000 rupees) with zero percent annual interest and redemption within three years.

Accordingly, in 31 December 2015, Chuo Senko Advertising India Private Limited issued a total of 510,000 units of convertible debentures at 100 rupee par value for a total price of 51,000,000.00 rupees and the Company purchased a total of 495,300 units of the aforementioned debentures for a total sum of 25,171,146.01 baht (equivalent to 49,530,000 rupees).

#### **Changes in Investment Stake During the Year**

In November 2015, Chuo Senko India Advertising India Private Limited, or "CSI", increased registered capital from 225,149,980 rupees (equivalent to 12.84 million baht). However, the Company did not pay for the capital increase in any manner. Hence, the Company's share in the aforementioned company decreased to 8.36 percent. The aforementioned change in stake created a difference of 11.15 million baht, which is presented as a shareholders' equity transaction.

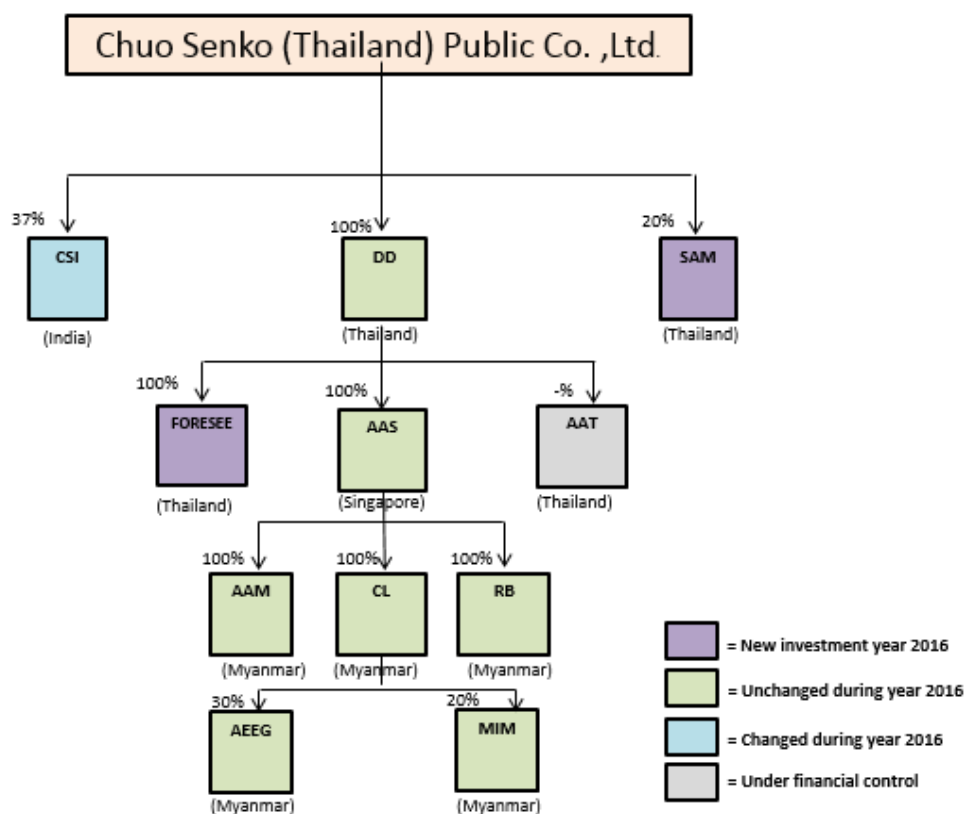
The aforementioned capital increase consisted of funds belonging to shareholders of Ad India Pte., Ltd., or "AIS", that were borrowed from Ad Asia Advertising (S) Pte., Ltd., or "AAS", which is a subsidiary of the Company.

On 29 December 2016, the Company converted 1,350,300 units of debentures in Chuo Senko Advertising India Private Limited into 7.12 million baht of investment capital in the subsidiary. Hence, the Company's share in the aforementioned company increased to 37.23 percent.

### 2.3 Operating Policy in the Group

The company provides full-range of advertising services in Thailand and is the center to support business operation for all of foreign subsidiaries. The company would expand our investment in line with our clients base. The subsidiaries in foreign countries provides full-range of advertising services and business consultant services. Each company would operate and serves the client in the particular country by their own.

### 2.4 Structure of the Company Group



Abbrev.	Company's Name	Country of Incorporation
CST	Chuo Senko (Thailand) Public Company Limited	Thailand
CSI	Chuo Senko Advertising India Private Limited	India
DD	Digital Dream Co., Ltd. (Old: Chuo Senko Dynamics (ROH) CO., Ltd.)	Thailand
SAM	Sam's Sports Retail Co., Ltd.	Thailand
FORESEE	Foresee Co., Ltd.	Thailand

AAS	Ad Asia Advertising (S) Pte. Ltd.	Singapore
AAT	Ad Asia Co., Ltd.	Thailand
AAM	Ad Asia Co., Ltd.	Myanmar
CL	Chilli Advertising Co., Ltd.	Myanmar
RB	Red Bull Co., Ltd	Myanmar
AEEG	Asian Event and Exhibition Group (Myanmar) Company Limited	Myanmar
MIM	Media Intelligence (Myanmar) Limited	Myanmar

## 2.5 Revenue Structure of the Company

Due to the Company is on the process of preparing Financial Statement for the fiscal year ending 31 December 2017 and such financial statement is not yet finalized, the Company thus cannot prepare the report of the Company's operating results for the year 2017. Moreover, the Company has just appointed the auditor to audit Financial Statement for the fiscal year ending 31 December 2017 in the 2018 Annual General Meeting of Shareholders on 30 April 2018. Therefore, the Company cannot present the information of Financial Statement for the fiscal year ending 31 December 2017.

In addition, the Company hasn't submitted the financial statement to the Stock Exchange of Thailand and the Office of Securities and Exchange Commission within the period of time as specified by the relevant regulations and notification. However, the Company expects to submit the financial statement of quarter 1/2017 within 30 September 2018.

In this regard, the Company would like to inform the Total revenues included in the financial statements from the year 2014 to the year 2016 of the Company and each of its subsidiaries as follow:

Company's Name	Country of Incorporation	% of ownership interest	2016		2015		2014	
			Million Baht	%	Million Baht	%	Million Baht	%
Chuo Senko (Thailand) Public Company Limited	Thailand	-						
- Commission and services income			-	-	39.58	10.21	299.31	68.56
- Other income			85.86	27.70	107.28	27.66	24.74	5.67
Chuo Senko Advertising (Thailand) Co., Ltd.	Thailand	-						
- Services Income			90.94	29.34	100.43	25.89	-	-
- Other income			15.46	4.99	-0.03	-0.01	-	-
PT Chuo Senko Consultant. (Indonesia)	Indonesia	-						
- Commission and services income			21.16	6.83	28.44	7.33	23.92	5.48
- Other income			1.19	0.38	1.70	0.44	1.27	0.29
Chuo Senko Vietnam Design Services	Vietnam	-						

Company's Name	Country of Incorporation	% of ownership interest	2016		2015		2014	
			Million Baht	%	Million Baht	%	Million Baht	%
One Member Co., Ltd.								
- Commission and services income			43.99	14.19	50.15	12.93	45.06	10.32
- Other income			0.12	0.04	-0.30	-0.08	0.56	0.13
Chuo Senko (Cambodia) Holding Co., Ltd.	Cambodia	-						
- Commission and services income			4.35	1.40	4.67	1.21	7.09	1.62
- Other income			0.05	0.02	-	-	0.02	-
Chuo Senko Myanmar Pte Ltd.	Singapore	-						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	0.08	0.02	-	-
Chuo Senko Advertising India Private Limited.	India	37%						
- Commission and services income			3.96	1.28	6.69	1.73	1.01	0.23
- Other income			0.02	0.01	0.13	0.03	0.17	0.04
CSF Limited	Hong Kong	-						
- Services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Digital Dream Co., Ltd. (Formerly, Chuo Senko Dynamics (ROH) Co., Ltd.)	Thailand	100%						
- Services income			-	-	0.23	0.06	-0.49	-0.11
- Other income			0.04	0.01	-1.61	-0.42	4.65	1.07
RDSS Co., Ltd.	Thailand	-						
- Commission and services income			-	-	-0.10	-0.03	0.60	0.14
- Other income			0.50	0.16	-	-	-	-
Digital NDA Co., Ltd.	Thailand	-						
- Commission and services income			15.20	4.90	13.89	3.58	11.99	2.75
- Other income			-	-	-	-	-	-
Wonder Asia Co., Ltd.	Thailand	-						
- Commission and services income			-	-	-	-	-	-

Company's Name	Country of Incorporation	% of ownership interest	2016		2015		2014	
			Million Baht	%	Million Baht	%	Million Baht	%
- Other income			-	-	-	-	-	-
Tangram Associates Co., Ltd.	Thailand	-						
- Commission and services income			0.50	0.16	0.91	0.23	3.83	0.88
- Other income			0.05	0.02	0.17	0.04	0.17	0.04
Chuo Senko International Co., Ltd.	Thailand	-						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
JM Chuo Senko Sdn. Bhd.	Malaysia	-						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Chuo Senko Myanmar Co., Ltd.	Myanmar	-						
- Commission and services income			0.15	0.05	2.33	0.60	1.45	0.33
- Other income			0.09	0.03	-0.22	-0.06	0.20	0.05
Town Page Co., Ltd.	Myanmar	-						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Chuo Senko Philippines Inc	Philippines	-						
- Commission and services income			21.59	6.96	15.46	3.99	1.00	0.23
- Other income			0.50	0.16	-0.64	-0.16	0.17	0.04
Ad Asia Advertising (S) Pte Ltd.	Singapore	100%						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-0.35	-0.09	-	-
Foresee Co., Ltd.	Thailand	100%						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Ad Asia Co., Ltd.	Thailand	-						
- Commission and services income			-	-	7.78	2.01	4.95	1.13
- Other income			3.72	1.20	6.46	1.67	0.08	0.02
Ad Asia Co., Ltd.	Myanmar	100%						

Company's Name	Country of Incorporation	% of ownership interest	2016		2015		2014	
			Million Baht	%	Million Baht	%	Million Baht	%
- Commission and services income			0.24	0.08	4.24	1.09	3.95	0.90
- Other income			0.30	0.10	0.51	0.13	0.84	0.19
Chilli Advertising Co., Ltd.	Myanmar	100%						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Red Bull Co., Ltd.	Myanmar	100%						
- Commission and services income			-	-	-	-	-	-
- Other income			-	-	-	-	-	-
Total			309.98	100.00	387.88	100.00	436.54	100.00

## 2.6 Industry Outlook

Currently, the media industry is expected to grow constantly and expected to have the circulating fund for the whole media industry of approximately Baht 199.165 million in 2018, the increase of 7.6% from 2017, which is the result from the expansion of the economy and consumers' buying power, which makes the operators to have more fund for the media investment, both the business categories that the Company interested in the most at the moment, which is the online digital media, and the out of home media, having the budget share at approximately Baht 12,000 million and Baht 7,000 million, respectively. Both of the categories have a constant growing trend in 2018-2020 at the minimum of approximately 21% and 5%, respectively. Nevertheless, the competition in the online digital media is still low, as most of the service providers are still at the feasibility study and strategy amendment stage. As for the out of home media, the competition is high amongst the service providers and media spaces owner, however, as for the agency service, which is the service that the Company is currently providing, the competition level is medium. The Company is accelerating the development of the assets and the advertising content creative staffs to fulfill the agency service for both of the media, for the Company to have more inclusive services.

## 2.7 Risk Factors

There are significant risk factors, which may be considered and can affect the Company Group and investors directly as following details:

### 1) Human Resources Risk

Advertising is a service business that needs human resources in operation. These resources are for creative work, strategic planning, client service, etc. Those people are the ones who develop ideas, develop work, and set marketing and advertising strategies for clients. If the company loses those people, the company may lose the clients of which those people are in charge.

To avoid the risk, the company has set measures that could be used as company's policies, which includes:

#### (1) Staff Training and Development

Staff training and development is one of the key activities for us. The Company has set up specific budget for this purpose and make sure that all staffs have the opportunity to participate in trainings that are directly connected to their responsibility and other related topics that would benefit the organization such as leadership development, team working, and improvement of working skills.

To fulfill our target, the Company has organized both in-house training programs and outside training programs. These trainings would be presented by qualified speakers that enable staff to experience new horizon of professional skills.

#### (2) Career Path

The Company continuously support young talent staff, willing to be a part of success of the company, to perform their capabilities before stepping into new young executives in the company.

#### (3) Job Rotation

The Company are open to staff that find their position not right for their capability to change or transfer and also provide trainings that are in line with their new position to make sure that staffs are ready to explore the talents in the new sphere.

#### (4) Working in Groups (Brand Team)

Working in groups is our policy to manage operations. Each group is supervised by head of departments who are responsible to guide and lead their subordinates together with our constant trainings to develop staffs into professional leaders. Head of departments would make sure that their subordinates are always guided to perfect their efficiency and remain loyal to the company. Working in groups, at the same time, increases more efficiency service providing to clients.

#### (5) Dry & Wet Incentive

The Company takes it as a compulsory to encourage and support staffs' achievement in creating recognition and income for the company.

#### (6) Team/Outdoor Activities

In all our outdoor activities, the Company enforces on activities that would portray the big picture of our company, our staffs, the unity of Chuo Senko, and the power of teamwork. Our annual activities include New Year Party, Company Tour, Team Building Activities and training courses.

#### (7) Welfare Committee & Working Committee

In order to make any decisions concerning employee's welfare or related issues with employees, the company has elected a welfare committee and other specific committee to make all decisions on behalf of staffs. This would enable all employees to participate in company's management and be responsible to company's policies and activities.

## 2) Risk in Relying on Key Clients

The Company has two major customers, namely Honda Group and Wan Thai Foods Industry Company Limited, which account for about 48 percent of the Company's billings. These customers have been the Company's clients since business operations commenced. However, due to business competition, the Company is susceptible to losing some revenue from the aforementioned customers, which can affect business income. Thus, the Company tries to reduce the aforementioned risk by focusing on the development of service quality that matches with the constantly changing market conditions and consumer behaviors. Furthermore, special teams are organized to provide special services to main customers. Moreover, the Company reestablished the Business Customer Management Department to procure new customers and reduce dependency on major customers.

## 3) Risk in Technology Change

Technology, both production technology and media technology, change fast. The graphic design industry, for instance, has changed from hand-made to computer graphics. Computer graphics can help the company design advertising materials in any layout in order to satisfy the clients. The technology also facilitates the adjustment of the advertising work. Any company that cannot cope with the changes may risk losing clients. The company is aware of this situation, and trains staff in the technology from time to time. The people who have learned the technology have to educate and share knowledge with others in the company and try to acquire new types of services that can be adjust to fit our clients' needs.

## 4) Risk in Media Specialists

During the past years, there has been a change in the advertising fee system, since clients have demanded efficient media buying that must reach the target groups effectively and at the minimum cost. Some clients may ask advertising agencies to develop only creative work and use media from media specialists.

Because the Company recognizes the potential for the aforementioned risk, the Company decided to cooperate with independent media companies with media specialization such as 1) Media Edge: CIA, a member of Group M, via Media Edge: CIA Thailand, and 2) Dentsu (Thailand) Company Limited. Both of these companies are leading media specialists capable of providing comprehensive media services covering media planning, media selection, media reservation and media purchase for the Company's clients. As a result, the Company is able to more effectively and efficiently plan and purchase large quantities of media and services and prices can be appropriately offered to customers.

## 5) Risk in Investment

The Company invests in its subsidiaries that are operating in either the same or complimentary and related business, which is a considered risk. However, the Company does not have any control over these businesses. The Board of Directors of each subsidiaries company is the in-charge of management and decision making.

The Company earns a return on investment in the dividends. In case, the Subsidiaries make a loss. Therefore, the Company has already reserve the allowance or impairment on the investment in the subsidiaries by recognized to the Company's profit and loss statement.

## 3. Names of Directors, Executives and the 10 Major Shareholders

### Names of Directors



As of 1 August 2018, the Company's Board of Directors consists of 7 directors as follows:

Name	Position
1. Mr. Khan Prachaubmoh	Independent Director / Chairman of the Board of Director
2. Mr. Chamnam Wangtal	Independent Director / Chairman of Audit Committee
3. Miss Yaowarote Klinboon	Independent Director / Audit Committee
4. Mr. Sirut Rattanapaitoon	Independent Director / Audit Committee
5. Mr. Tan Vutithum	Director
6. Mr. Narut Wiwattanakrai	Director
7. Mr. Ronasit Poomma	Director

#### Name of Executives

As of 1 August 2018, the Company's executives consist of the following executives:

ชื่อ	ตำแหน่ง
1. Mr. Tan Vutithum	Chief Executive Officer
2. Mr. Narut Wiwattanakrai	Financial Director
3. Mr. Ronasit Poomma	Executive Director

#### Shareholders

As of 9 May 2018 (the most recent Record Date), the Company's first 10 shareholders are as follows:

Name of Shareholders	Number of shares	Percentage of shareholding
1. Asia Business Support Association Company Limited	6,576,542	9.74
2. Mr. Tan Vutithum	5,000,000	7.41
3. The Pacific Century Fund Pte. Ltd.	4,057,940	6.01
4. Mr. John Worrall D'Arcy Grove	4,006,011	5.93
5. Striders Corporation	3,420,000	5.07
6. Bloom Well Corporation Limited	3,341,083	4.95
7. Mrs. Mookda Thienhiran	2,861,379	4.24
8. Thai NVDR Company Limited	2,194,251	3.25
9. Mr. Narut Wiwattanakrai	2,000,000	2.96
10. GEO BRAIN CORPORATION	1,750,000	2.59
Total	587,300,343	92.31

#### 4. History of Capital Increase over the past 3 years

The Company registered its capital increase over the past 3 years as follows:

- 4.1 On 21 May 2018 the Company registered its capital increase by an additional amount of Baht 223,756,605 from its current registered capital of Baht 337,497,130 to Baht 1,113,740,525 in total, by issuing 222,748,105 ordinary shares with a par value of Baht 5.
- 4.2 On 24 February 2016 the Company registered its capital increase by an additional amount of Baht 112,500,000 from its current registered capital of Baht 225,000,000 to Baht 337,500,000 in total, by issuing 67,500,000 ordinary shares with a par value of Baht 5.

4.3 On 14 May 2015 the Company registered its capital increase by an additional amount of Baht 112,500,000 from its current registered capital of Baht 112,500,000 to Baht 225,000,000 in total, by issuing 45,000,000 ordinary shares with a par value of Baht 5.

**5. History of Dividend Payments over the past 3 years**

The Company's policy is to pay its dividend to shareholders at a rate approximately not lower than 50 percent of its net profit based in the Company's financial statements after deducted corporate income tax and after deducted statutory reserves each year, in case there is no need to use proceed in any other situation and the dividend payment meanwhile must not materially affect the Company's normal operations.

	2014	2015	2016
Dividend (Baht per share)	None	None	None

## Section 3

## Financial information compared over the period of last 3 years

Due to the Company is on the process of preparing Financial Statement for the fiscal year ending 31 December 2017 and such financial statement is not yet finalized, the Company thus cannot prepare the report of the Company's operating results for the year 2017. Moreover, the Company has just appointed the auditor to audit Financial Statement for the fiscal year ending 31 December 2017 in the 2018 Annual General Meeting of Shareholders on 30 April 2018. Therefore, the Company cannot present the information of Financial Statement for the fiscal year ending 31 December 2017.

In addition, the Company has not submitted the financial statement to the Stock Exchange of Thailand and the Office of Securities and Exchange Commission within the period of time as specified by the relevant regulations and notification. However, the Company expects to submit the financial statement of quarter 1/2017 within 30 September 2018.

The Company would like to inform the information of Financial Statement compared over the period of the year 2014 – 2016 as follows:

*Statement of financial position**as of 31 December 2016*

Statement of financial position	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
<b>Assets</b>						
<b>Current assets</b>						
Cash and cash equivalents	93.95	16.43	143.17	27.26	12.65	12.07
Trade and other receivables	285.72	49.96	198.87	37.86	18.64	17.79
Current portion of long-term loans to related parties	0.82	0.14	0.75	0.14	0.11	0.10
Current portion of long-term loans to other company	9.94	1.74	9.30	1.77	-	-
Other current assets			-	-	1.70	1.63
<b>Total current assets</b>	<b>402.47</b>	<b>70.37</b>	<b>371.21</b>	<b>70.67</b>	<b>40.03</b>	<b>38.21</b>
<b>Non-current assets</b>						
Investments in associates	2.50	0.44	2.62	0.50	2.77	2.65
Other long-term investments	3.78	0.66	1.86	0.35	1.58	1.51
Loans to related parties	1.15	0.20	1.07	0.20	0.10	0.10
Long-term loans to other company	29.80	5.21	31.02	5.91	-	-
Property, plant and equipment	22.64	3.96	21.89	4.17	2.41	2.30
Intangible assets	1.75	0.31	3.61	0.69	0.75	0.71
Deferred income tax assets	16.38	2.86	11.85	2.26	-	-
Other non-current assets	91.46	15.99	80.11	15.25	57.12	54.52
<b>Total non-current assets</b>	<b>169.46</b>	<b>29.63</b>	<b>154.03</b>	<b>29.33</b>	<b>64.73</b>	<b>61.79</b>
<b>Total assets</b>	<b>571.93</b>	<b>100.00</b>	<b>525.24</b>	<b>100.00</b>	<b>104.76</b>	<b>100.00</b>
<b>Liabilities</b>						
<b>Current liabilities</b>						
Bank overdraft and short-term loans from banks	-	-	-	-	34.39	32.82

Statement of financial position	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
Trade and other payables	218.55	38.21	160.72	30.60	41.32	39.44
Unearned income	75.15	13.14	59.54	11.33	0.21	0.20
Accrued costs	17.36	3.04	4.83	0.92	-	-
Current portion of liabilities under financial lease agreements	2.45	0.43	2.48	0.47	3.41	3.26
Income tax payable	0.03	0.01	0.22	0.04	-	-
Provision for loss on licensing agreement	-	-	-	-	6.61	6.31
Other current liabilities	23.19	4.05	24.60	4.68	10.44	9.96
<b>Total current liabilities</b>	<b>336.74</b>	<b>58.88</b>	<b>252.39</b>	<b>48.05</b>	<b>96.38</b>	<b>92.00</b>
<b>Non-current liabilities</b>						
Convertible debenture	0.81	0.14	0.80	0.15	-	-
Liabilities under financial lease agreements	4.80	0.84	5.15	0.98	0.71	0.68
Long-term loans from related company	-	-	-	-	2.05	1.96
Employee benefit obligations	41.78	7.31	45.59	8.68	1.75	1.67
Provision for long-term demolition	4.00	0.70	4.00	0.76	0.33	0.32
Deferred income tax liabilities	0.13	0.02	0.17	0.03	0.13	0.12
Other non-current liabilities	0.04	0.01	1.24	0.24	-	-
<b>Total non-current liabilities</b>	<b>51.56</b>	<b>9.01</b>	<b>56.95</b>	<b>10.84</b>	<b>4.97</b>	<b>4.74</b>
<b>Total liabilities</b>	<b>388.30</b>	<b>67.89</b>	<b>309.34</b>	<b>58.89</b>	<b>101.35</b>	<b>96.74</b>
<b><u>Shareholders' equity</u></b>						
Share capital						
Registered	112.50	19.67	225.00	42.84	337.50	322.16
Issued and fully paid Paid-in capital	112.50	19.67	225.00	42.84	238.80	227.94
Share premium						
Transferred of share premium to offset deficit in separate financial statements	24.71	4.32	80.96	15.41	80.96	77.28
Capital surplus from share premium of subsidiaries	-	-	23.10	4.40	-	-
Retained earnings						
Appropriated - statutory reserve	11.25	1.97	11.25	2.14	11.25	10.74
Transfer of statutory reserve to offset deficit in separate financial statements	48.10	8.41	(96.44)	(18.36)	(315.53)	(301.18)
Unappropriated (deficit)						

Statement of financial position	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
Other components of shareholders' equity	(7.60)	(1.33)	(6.07)	(1.16)	(0.82)	(0.78)
Equity attributable to owners of the Company	188.97	33.04	237.81	45.28	14.66	14
Non-controlling interests of the subsidiaries	(5.34)	(0.93)	(21.90)	(4.17)	(11.25)	(10.74)
<b>Total shareholders' equity</b>	<b>183.63</b>	<b>32.11</b>	<b>215.91</b>	<b>41.11</b>	<b>3.41</b>	<b>3.26</b>
<b>Total liabilities and shareholders' equity</b>	<b>571.93</b>	<b>100.0</b>	<b>525.24</b>	<b>100.00</b>	<b>104.76</b>	<b>100.00</b>

*Income statement**As of 31 December 2016*

<i>Income statement</i>	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
<b>Revenues</b>						
Commission and services income	402.27	98.02	254.30	94.64%	208.52	52.59%
Gain on sales of fixed assets	0.26	0.06	0.71	0.27%	1.78	0.45%
Gain on sales of investments in subsidiary	-	-	-	-	177.42	44.74%
Gain on sales of short-term investments	1.47	0.36	-	-	-	-
Management fee	0.31	0.08	0.36	0.13%	0.20	0.05%
Other income	6.09	1.48	13.33	4.96%	8.59	2.17%
<b>Total revenues</b>	<b>410.41</b>	<b>100.00</b>	<b>268.70</b>	<b>100.00</b>	<b>396.51</b>	<b>100.00</b>
<b>Expenses</b>						
Cost of sales and services	162.61	40.18	181.38	46.10	137.73	21.11
Administrative expenses	237.48	58.68	210.10	53.40	289.12	44.31
Provision for investment in subsidiaries	-	-	-	-	-	-
Provision for investment in associated companies	-	-	-	-	22.92	3.51
Allowance for advance payment for investment	-	-	-	-	21.24	3.25
Allowance for doubtful account of loan to related parties	-	-	-	-	54.03	8.28
Allowance for doubtful account of loan to other company	-	-	-	-	20.87	3.20
Allowance for doubtful account of related parties receivable	-	-	-	-	102.72	15.74
Allowance for loss in subsidiaries	-	-	-	-	0.00	0.00

<i>Income statement</i>	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
Loss on sales of investments in associated company	-	-	-	-	0.46	0.07
Loss on sales of investments in subsidiaries	2.98	0.74	-	-	-	-
Financial costs	1.63	0.40	1.97	0.50	3.39	0.52
<b>Total expenses</b>	<b>404.70</b>	<b>100.00</b>	<b>393.45</b>	<b>100.00</b>	<b>652.48</b>	<b>100.00</b>
<b>Profit (loss) before share of profit from investments in associates, finance cost and income tax expenses</b>	<b>5.7</b>	<b>-</b>	<b>(124.75)</b>	<b>-</b>	<b>(255.987)</b>	<b>-</b>
Share of profit from investments in associates	0.51	-	1.76	-	(2.11)	-
<b>Profit (loss) before finance cost and income tax expenses</b>	<b>5.19</b>	<b>-</b>	<b>(126.50)</b>	<b>-</b>	<b>(253.85)</b>	<b>-</b>
Finance cost	-	-	-	-	-	-
<b>Profit (loss) before income tax expenses</b>	<b>5.19</b>	<b>-</b>	<b>(126.50)</b>	<b>-</b>	<b>(253.85)</b>	<b>-</b>
Income tax expenses	8.17	-	9.56	-	13.08	-
<b>Profit (loss) for the period</b>	<b>(2.97)</b>	<b>-</b>	<b>(136.06)</b>	<b>-</b>	<b>(266.94)</b>	<b>-</b>
<b>Profit (loss) attributable to:</b>						
Equity holders of the Company	11.72	-	(131.05)	-	(230.14)	-
Non-controlling interests of the subsidiaries	(14.70)	-	(5.01)	-	(36.80)	-
	<b>(2.97)</b>	<b>-</b>	<b>(136.06)</b>	<b>-</b>	<b>(266.94)</b>	<b>-</b>
<b>Basic earnings per share (Baht)</b>						
Profit (loss) attributable to equity holders of the Company	0.57	Baht	(3.65)	Baht	(4.88)	Baht
<b>Profit (loss) for the period</b>						
<b>Other comprehensive income:</b>						
Actuarial losses – net of income tax expenses	1.54	-	-	-	10.96	-
Income tax on other comprehensive income	-	-	-	-	0.09	-
Exchange differences on translation of financial statements in foreign currency	(1.59)	-	1.46	-	(2.80)	-
Loss on change in value of available-for-sale investments - net of income tax expenses	(0.87)	-	0.07	-	(0.06)	-
Reversal of gain (loss) on change in value of available	-	-	-	-	-	-

<i>Income statement</i>	31 December 2014		31 December 2015		31 December 2016	
	Baht Million	%	Baht Million	%	Baht Million	%
- for-sale investments - net of income tax expenses						
Other comprehensive income for the period	(0.92)	-	1.53	-	8.19	-
Total comprehensive income for the period	(3.89)	-	(134.53)	-	(258.75)	-
Total comprehensive income attributable to:						
Equity holders of the Company	10.81	-	(129.52)	-	(221.95)	(129.52)
Non-controlling interests of the subsidiaries	(14.70)	-	(5.01)	-	(36.80)	(5.01)
	(3.89)	-	(134.53)	-	(258.75)	(134.53)

## Statement of cash flows

As of 31 December 2016

Statement of cash flows (Unit : Baht Million)	2014	2015	2016
<b>Cash flows from operating activities</b>			
Profit (loss) before tax	5.19	(126.50)	(253.85)
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities:			
Depreciation and amortization	10.33	9.51	9.33
Provision of impairment on investments in subsidiaries	-	-	-
Provision of impairment on investments in associated company	-	-	22.92
Loss on impairment of other long-term investments	-	2.00	-
Provision of advance payment for investment	-	-	21.24
Allowance for doubtful account of loans to related companies	-	-	54.03
Allowance for doubtful account of loans to other companies	-	-	20.87
Allowance for doubtful account of related parties receivable	-	-	102.72
Allowance for loss in subsidiaries			
Provision for doubtful accounts (reversal)	0.02	(5.43)	0.90
Loss on diminution in value of work in progress	-	-	5.95
Impairment loss on other assets	0.02	7.88	15.89
Gain on sales of investments in subsidiary	2.98	-	(177.42)
Loss on sales of investments in associated company	-	-	0.46
Gain on sales of other long-term investments	-	-	(0.01)
Loss from disposal and write off on Intangible assets	-	3.75	3.81
Loss (gain) from disposal on fixed assets	(0.26)	0.71	(1.78)
Loss (gain) from sales of short-term investment	(1.47)	-	-
Provision for employee benefit obligations	4.69	4.58	5.14
Unrealized loss (gain) on exchange rate	-	(1.63)	1.24
Share of loss (profit) from investment in associated companies	-	1.76	(2.11)
Gain on sales of assets to subsidiary	0.51	-	-
Rental expenses from operating lease agreement	-	-	-
Dividend received	(0.04)	(0.04)	(0.04)
Interest income	(3.17)	(2.56)	(1.90)
Financial costs	1.63	1.97	3.39
Profit (loss) from operating activities before changes in operating assets and liabilities	20.43	(104.00)	(169.23)
Decrease (increase) in operating assets			
Trade and other receivables	(1.23)	(16.04)	40.93
Work in progress	(12.86)	110.51	(26.39)
Other current assets	2.51	(7.09)	1.06
Other non-current assets	(2.63)	15.91	4.73
Increase (decrease) in operating liabilities			
Trade and other payables	0.19	(47.63)	3.88



<b>Statement of cash flows</b> <b>(Unit : Baht Million)</b>	<b>2014</b>	<b>2015</b>	<b>2016</b>
Unearned income	(173.40)	(15.62)	(21.68)
Accrued costs	7.03	(12.53)	2.05
Other current liabilities	0.59	1.41	2.09
Other non-current liabilities	(1.75)	0.39	(0.74)
Cash flows used in operating activities	(161.13)	(74.68)	(163.30)
Provision for long-term employee benefits	(3.11)	(2.08)	(1.12)
Cash paid for interest expenses	(0.48)	(0.66)	(3.39)
Income taxes received	34.11	17.79	5.17
Cash paid for income tax	(15.92)	(34.94)	(12.18)
<b>Net cash flows used in operating activities</b>	<b>(146.53)</b>	<b>(94.58)</b>	<b>(174.82)</b>
<b>Cash flows from investing activities</b>			
Acquisition of intangible assets	(1.06)	(3.38)	(2.22)
Acquisition of equipment	(6.49)	(9.78)	(3.47)
Proceeds from sale of equipment	0.42	1.10	5.48
Payments of loan to other company	(42.00)	(1.74)	-
Advance payment to related parties	(0.60)	-	-
Receipt of loan repayments from related parties	-	1.13	1.65
Net effect on cash flow from sales of investment in subsidiaries	17.92	-	19.22
Increase in loans to other parties	-	(12.51)	(8.80)
Receipt of loan repayments from others company	15.40	9.44	-
Fixed deposit increased	8.00	(0.13)	-
Acquisition of investment in subsidiaries	(3.02)	-	-
Acquisition of investment in associated company	-	(1.98)	(22.50)
Cash received from sales of investment in subsidiaries	4.62	2.20	67.11
Cash received from sales of investment in associated company	-	-	1.26
Cash received from sales of other long-term investments	-	-	0.21
Dividend received	0.04	0.04	0.04
Non-controlling interest increased	-	-	1.93
Cash paid for other long-term investments	(2.20)	-	-
Cash received from interest	2.7	3.02	1.90
Advance payment for investment	-	-	(21.24)
<b>Net cash flows from (used in) investing activities</b>	<b>(6.31)</b>	<b>(13.58)</b>	<b>39.66</b>

<i>Statement of cash flows</i> (Unit : Baht Million)	2014	2015	2016
<b>Cash flows from financing activities</b>			
Increase (decrease) in bank overdrafts and short-term loans from banks	-	-	34.39
Repayment of liabilities under finance lease agreements	-	(2.50)	(3.45)
Decrease in short-term loans from related parties	-	-	-
Convertible bond	0.81	0.80	-
Dividend paid	(12.37)	(13.49)	-
Proceeds from increase in share capital	56.25	168.75	13.80
Loan repayment	(2.71)	-	-
<b>Net cash flows from (used in) financing activities</b>	<b>41.98</b>	<b>153.56</b>	<b>44.73</b>
<b>Increase (decrease) in translation adjustments</b>	<b>0.72</b>	<b>3.82</b>	<b>(2.80)</b>
Net increase (decrease) in cash and cash equivalents	(110.14)	49.22	(93.23)
Net increase (decrease) in cash and cash equivalents from sale of investment in subsidiaries	-	-	(37.30)
Cash and cash equivalents at beginning of period	204.09	93.95	143.17
<b>Cash and cash equivalents at end of period</b>	<b>93.95</b>	<b>143.17</b>	<b>12.65</b>

# The Ninth Towers Grand Rama9 (Tower A ) 36<sup>th</sup> Floor

